

McCRORY STORES CORPORATION

Annual Report

1946

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CORPORATION FILE



Newark, N. J.

McCRORY STORES CORPORATION

*These pictures reflect the progress
of our Company in store design
and modernization.*

1882



1946



DIRECTORS AND OFFICERS

DIRECTORS

RANDOLPH CATLIN		F. W. PAUL
R. F. COPPEDGE	N. BAXTER JACKSON	W. B. RYAN, JR.
A. J. FINK	ROBERT W. JAMESON	EUGENE W. STETSON
FRANK J. HUMPHREY	HARRY O. LATHAM	LEONARD SPANGENBERG

EXECUTIVE COMMITTEE

	ROBERT W. JAMESON <i>Chairman</i>	
RANDOLPH CATLIN		FRANK J. HUMPHREY
R. F. COPPEDGE		EUGENE W. STETSON

OFFICERS

R. F. COPPEDGE
Chairman of the Board of Directors

F. W. PAUL	.....	<i>President</i>
G. C. CHAMBERS	.....	<i>Vice President</i>
R. A. VROOM	.....	<i>Vice President</i>
M. O. HILL	.....	<i>Vice President</i>
T. C. LAWRENCE	.....	<i>Financial Vice Pres. & Secretary-Treasurer</i>
H. H. BOSCH	.....	<i>Comptroller</i>

General Counsel	.....	<i>Sullivan & Cromwell, New York, N. Y.</i>
Auditors	.....	<i>S. D. Leidesdorf & Co., New York, N. Y.</i>
Transfer Agent	.....	<i>Guaranty Trust Company of New York</i>
Registrar		
Common Stock	.....	<i>Bankers Trust Company, New York, N. Y.</i>
Preferred Stock	.....	<i>Chemical Bank & Trust Company, New York, N. Y.</i>
General Office	.....	<i>1107 Broadway, New York, N. Y.</i>

The annual meeting of stockholders of McCrory Stores Corporation will be held on April 30, 1947. Proxies for such meeting will be requested by the management, and a Proxy Statement will be sent to the stockholders, on or about March 28, 1947.

McCRORY STORES CORPORATION

February 19, 1947

To The Stockholders:

There is presented herewith on behalf of the Board of Directors, the financial statements of McCrory Stores Corporation for the year ended December 31, 1946, together with the report of S. D. Leidesdorf & Co., Certified Public Accountants.

Net Sales for the year ended December 31, 1946 were \$84,509,508, exceeding those of any year in the Company's history. The growth of the business is indicated on Page 6 by a comparative statement of sales and of the number of stores in operation for the past ten years.

Net Income for the year 1946 amounted to \$6,537,775, an increase of \$4,165,522, over net income for the year 1945. After providing for dividends on the preferred stock, the net income for the year 1946 is equivalent to \$5.55 per share on 1,140,241 shares of common stock outstanding as compared with \$2,372,253, for the year 1945 or \$2.00 per share on 1,037,189 shares of common stock then outstanding.

The refinancing program undertaken during the latter part of 1945 was completed in the early part of 1946 and resulted in the retirement of all of the 3 $\frac{1}{4}$ % Fifteen Year Sinking Fund Debentures and the replacement of the 5% Cumulative Preferred Stock with a new 3 $\frac{1}{2}$ % Cumulative Convertible Preferred Stock. This involved no decrease in working capital as the funds received from the exercise of the Common Stock Purchase Warrants, attached to the 5% Preferred Stock retired,

REPORT TO STOCKHOLDERS

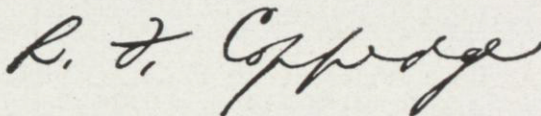
were sufficient to reimburse the treasury to the extent that it was depleted by the retirement of the 3 $\frac{1}{4}$ % Debentures.

The Company was operating the same number of units at the end of 1946 as at the end of 1945. The store at Hagerstown, Md., which was destroyed by fire, was reopened early in December 1946. A picture of the remodeled store appears on Page 2 as an example of the type of store which the Company hopes to place in operation wherever sales volume will justify the necessary expenditure.

Due to the scarcity of labor and of building materials the Company has been able to make but little progress with its program of modernization and expansion. This curtailment of construction has made it possible for the Company to accumulate reserve funds of cash and government securities which will enable the Company to proceed with its own funds on a \$7,500,000, construction and remodeling program as soon as conditions permit.

The Board of Directors acknowledge with appreciation the loyal efforts of the thousands of McCrory employees who so ably contributed to the success of the Company during the past year.

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in dark ink, appearing to read "R. F. Coppedge", written in a cursive style.

R. F. COPPEDGE, *Chairman*

McCRORY STORES CORPORATION

TEN YEAR COMPARISON

SALES AND PROFITS

		<i>Number of Stores</i>	<i>Net Sales</i>	<i>Net Profits after Federal Income Taxes</i>	<i>Per Share of Common Stock</i>		
					<i>Income Taxes</i>	<i>Net Income</i>	<i>Dividends</i>
1946	199		\$84,509,508	\$6,537,776	3.51	5.55	2.00
1945	199		71,282,195	2,372,254	5.70	2.00	1.00
1944	203		71,324,436	2,182,804	6.06	1.90	1.00
1943	201		67,351,104	2,288,542	4.11	2.01	1.00
1942	202		62,613,293	2,184,753	4.04	1.90	1.00
1941	202		53,013,016	2,522,594	1.90	2.24	1.25
1940	199		46,207,993	2,332,511	.59	2.05	1.00
1939	200		43,193,608	2,231,012	.36	1.95	1.25
1938	200		40,068,194	1,765,063	.24	1.48	.75
1937	200		41,001,242	2,168,621	.25	1.89	.50

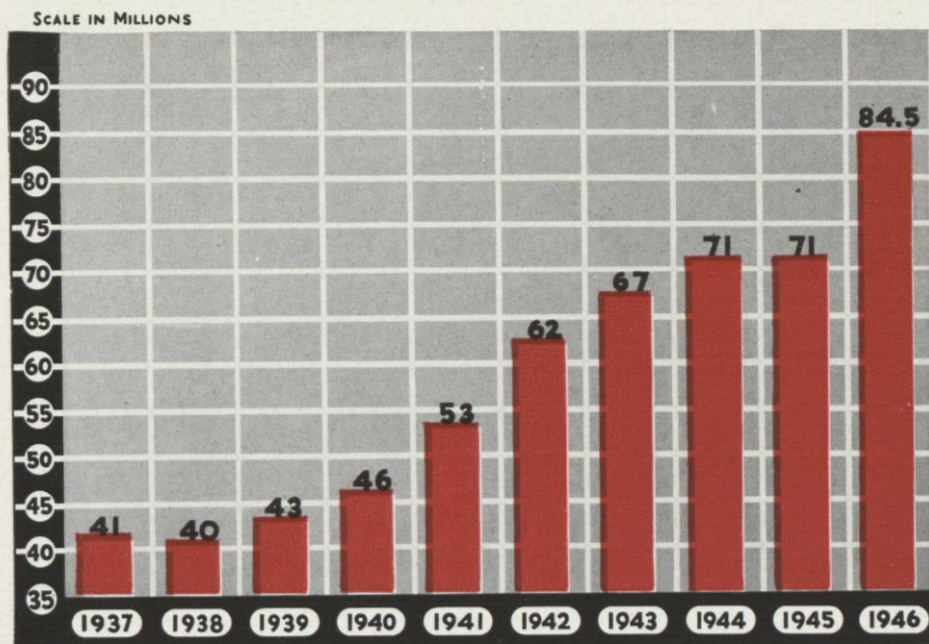
BALANCE SHEET INFORMATION

		<i>CURRENT Assets</i>	<i>Liabilities</i>	<i>Net Working Capital</i>	<i>Per Share of Common Stock</i>	
					<i>Working Capital</i>	<i>Net Worth</i>
1946		\$24,004,068	\$6,810,585	\$17,193,483	15.08	20.16
1945		19,516,530	7,516,974	11,999,556	11.57	16.48
1944		19,403,172	8,012,208	11,390,964	11.50	15.06
1943		18,543,282	7,858,453	10,684,829	10.79	14.15
1942		18,475,795	8,713,568	9,762,227	9.86	13.15
1941		14,521,890	5,919,016	8,602,874	8.69	12.05
1940		11,115,409	3,361,337	7,754,072	7.83	11.05
1939		10,727,349	3,515,832	7,211,517	7.28	10.91
1938		10,986,244	2,844,763	8,141,481	8.22	10.26
1937		10,592,049	3,019,340	7,572,709	7.65	9.07

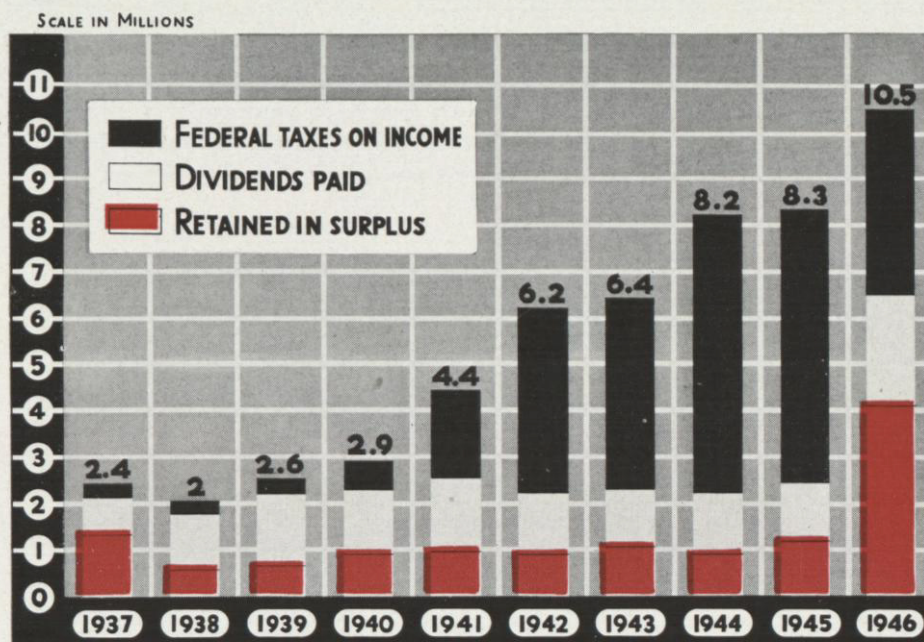
SALES & PROFITS

GRAPHIC PICTURE OF SALES & PROFITS 1937-1946

ANNUAL SALES



NET PROFITS BEFORE FEDERAL INCOME TAXES



ACCOUNTANTS' REPORT

TO THE BOARD OF DIRECTORS
MCCRORY STORES CORPORATION:
NEW YORK, N. Y.

We have examined the balance sheet of McCrory Stores Corporation as at December 31, 1946, and the statements of income and profit and loss and capital surplus and earned surplus for the year then ended; have reviewed the system of internal control and the accounting procedures of the Corporation and, without making a detailed audit of the transactions, have examined or tested accounting records of the company and other supporting evidence by methods and to the extent we deemed appropriate. Our examination was made in accordance with generally accepted auditing standards applicable in the circumstances and included all procedures which we considered necessary.

Our examination of the merchandise inventories included a general review of the inventory records, tests to determine the mathematical accuracy of the inventory schedules and a physical check of the quantities included in the warehouse inventories. We reviewed the method of store inventory taking as outlined in the inventory instructions issued by the management, and had our representatives present at certain stores selected by us for the purpose of satisfying ourselves that the inventory instructions were carried out effectively.

In our opinion, the accompanying balance sheet and related statements of income and profit and loss and capital surplus and earned surplus, together with the foregoing comments and the Notes to Financial Statements, present fairly the position of the McCrory Stores Corporation at December 31, 1946, and the results of its operations for the year then ended, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

S. D. LEIDESDORF & Co.

Certified Public Accountants.

New York, N. Y., February 19, 1947.

McCRORY STORES CORPORATION

STATEMENT OF INCOME AND PROFIT AND LOSS

For the Year Ended December 31, 1946

Sales (merchandise, restaurant and concession)		\$84,509,508.83
Cost of goods sold and operating expenses including occupancy and general and administrative expenses		73,643,770.94
		<u>10,865,737.89</u>
Add:		
Miscellaneous income, less other deductions	\$56,521.54	
Income from sale of lease	<u>266,666.67</u>	323,188.21
Profit before depreciation and amortization		<u>11,188,926.10</u>
Deduct:		
Depreciation and amortization		651,150.50
Profit before Federal taxes on income		<u>10,537,775.60</u>
Deduct:		
Provision for Federal taxes on income		4,000,000.00
Net Profit for the Year Ended December 31, 1946.....		<u>\$ 6,537,775.60</u>

STATEMENT OF EARNED SURPLUS AND CAPITAL SURPLUS

For the Year Ended December 31, 1946

	<i>Earned Surplus</i>	<i>Capital Surplus</i>	<i>Total</i>
Balance—January 1, 1946	\$10,541,287.82	\$ 5,515,865.44	\$16,057,153.26
Add: Net Profit for the year ended December 31 1946	6,537,775.60		6,537,775.60
Excess of subscription price over par value of Common Stock issued through exer- cise of Common Stock pur- chase warrants attached to 5% Cumulative Preferred Stock		2,164,092.00	2,164,092.00
Premium received on sale of 60,000 shares of 3½% Cumulative Convertible Pre- ferred Stock at \$104.00 per share, less expenses		98,599.81	98,599.81
	<u>\$17,079,063.42</u>	<u>\$ 7,778,557.25</u>	<u>\$24,857,620.67</u>
Less: Dividends paid on:			
Common Stock	\$ 2,280,455.75		\$ 2,280,455.75
3½% Cumulative Converti- ble Preferred Stock	205,147.43		205,147.43
Premium paid on retirement of 60,000 shares 5% Cumu- lative Preferred Stock at \$108.71 per share	457,084.50	65,515.50	522,600.00
	<u>\$ 2,942,687.68</u>	<u>\$ 65,515.50</u>	<u>\$ 3,008,203.18</u>
Balance—December 31, 1946— Note D	<u>\$14,136,375.74</u>	<u>\$ 7,713,041.75</u>	<u>\$21,849,417.49</u>

The Notes to Financial Statements are an integral part of the above statements and should be read in conjunction herewith.

McCRORY STORES CORPORATION

McCRORY STORES
(Delaware)

BALANCE SHEET

A S S E T S

CURRENT ASSETS:

Cash on hand, in banks and in transit		\$ 9,316,662.32
U. S. Government obligations—at par		6,315,600.00
Merchandise inventories at stores and warehouse—Note A	\$ 6,730,570.81	
Merchandise in transit—at cost	1,540,144.83	8,270,715.64
Miscellaneous accounts receivable, less reserve		101,089.62
Total Current Assets		<u>\$24,004,067.58</u>

OTHER ASSETS:

Miscellaneous notes and accounts receivable, less reserve	\$ 2,526.71
-----------------------------------------------------------------	-------------

FIXED ASSETS:

Real estate at adjusted value, December 31, 1936 and subsequent additions at cost	\$ 6,382,862.28	
Less: Reserve for depreciation	1,504,956.76	\$ 4,877,905.52
Furniture and fixtures, equipment and utensils, at adjusted value, July 31, 1936 and subsequent additions at cost	\$ 8,571,976.30	
Less: Reserve for depreciation	5,830,580.38	2,741,395.92
Improvements to leased property, at adjusted value, January 1, 1936 and subsequent additions at cost	\$ 5,689,924.64	
Less: Reserve for amortization	2,564,926.17	3,124,998.47
Total Fixed Assets		<u>\$10,744,299.91</u>

DEFERRED CHARGES:

Prepaid insurance, taxes, store supplies, etc.	\$ 1,120,942.78
	<u>\$35,871,836.98</u>

The Notes to Financial Statements are an integral part thereof and should be read in conjunction therewith.

NOTES TO FINANCIAL STATEMENTS

NOTE A—

Merchandise at Stores:

Inventories at the lower of cost or market based upon the retail method of inventory valuation	\$ 6,097,443.44
Inventories at cost—Restaurants	119,299.55
Merchandise at Warehouses—At Cost	513,827.82
	<u>\$ 6,730,570.81</u>

Cost of goods sold for the period under review has been determined on the basis of inventories established as hereinbefore outlined.

NOTE B—

On January 11, 1946 the Corporation issued 60,000 shares 3½% Cumulative Convertible Preferred Stock at \$104.00 per share and on January 28, 1946 redeemed 60,000 shares 5% Cumulative Preferred Stock at \$108.71 per share. The 3½% Cumulative Convertible Preferred Stock is redeemable at the option of the Corporation in whole or in part, at \$106.50 per share on or prior to January 1, 1948, and thereafter, at successively reduced prices to January 1, 1952 after which date the redemption price will be \$104.00 per share, plus in each case, accrued dividends to date of redemption, and, in the event of voluntary liquidation, is entitled to receive an amount equal to the then redemption price, and in the event of involuntary liquidation, is entitled to \$100.00 per share and accrued dividends.

1946 BALANCE SHEET

S CORPORATION

orporation)

at December 31, 1946

LIABILITIES

CURRENT LIABILITIES:

Accounts Payable:			
Merchandise at stores	\$	881,626.68	
Merchandise in transit		1,492,111.84	
Construction and expense		529,192.66	\$ 2,902,931.18
Accrued expenses, taxes, rents, salaries, of- ficers' and employees' bonus, etc.			2,932,746.55
Mortgage installments payable			6,400.24
Reserve for Federal taxes on income—Note E	\$	4,468,507.43	
Less: United States Treasury Notes—Series C		3,500,000.00	968,507.43
Total Current Liabilities			<u>\$ 6,810,585.40</u>
Mortgage payable	\$		71,593.09

CAPITAL STOCK AND SURPLUS:

Preferred Stock—3½% Cumulative Convertible			
Par Value \$100.00 Per Share—Note B			
Authorized—80,000 shares. Issued and out- standing—60,000 shares which have been designated as 3½% Series			
	\$6,000,000.00		
Common Stock—Par Value \$1.00 Per Share—Note C			
Authorized	1,400,000 shares		
Issued and Outstanding	1,140,241 shares	1,140,241.00	
Capital Surplus — Note D		7,713,041.75	
Earned Surplus since January 1, 1936—Note D	14,136,375.74		\$28,989,658.49
			<u>\$35,871,836.98</u>

NOTES TO FINANCIAL STATEMENTS

NOTE C—

Common Stock Purchase Warrants (expiring January 28, 1946) attached to the 5% Preferred Stock, and fractional warrants (expiring December 1, 1946) were exercised during the year and 103,052 shares of Common Stock were issued pursuant thereto.

Of the total of 1,400,000 shares of Common Stock authorized, 150,000 shares are reserved for issuance upon conversion of the 3½% Cumulative Convertible Preferred Stock.

NOTE D—

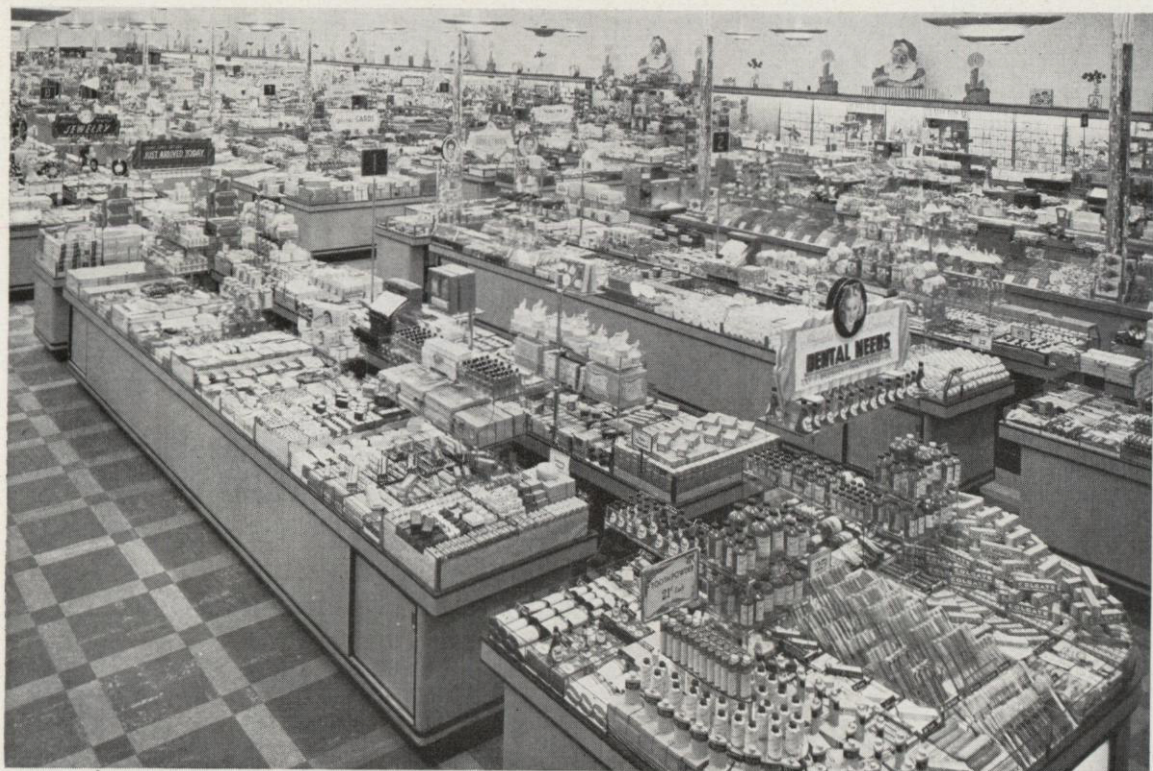
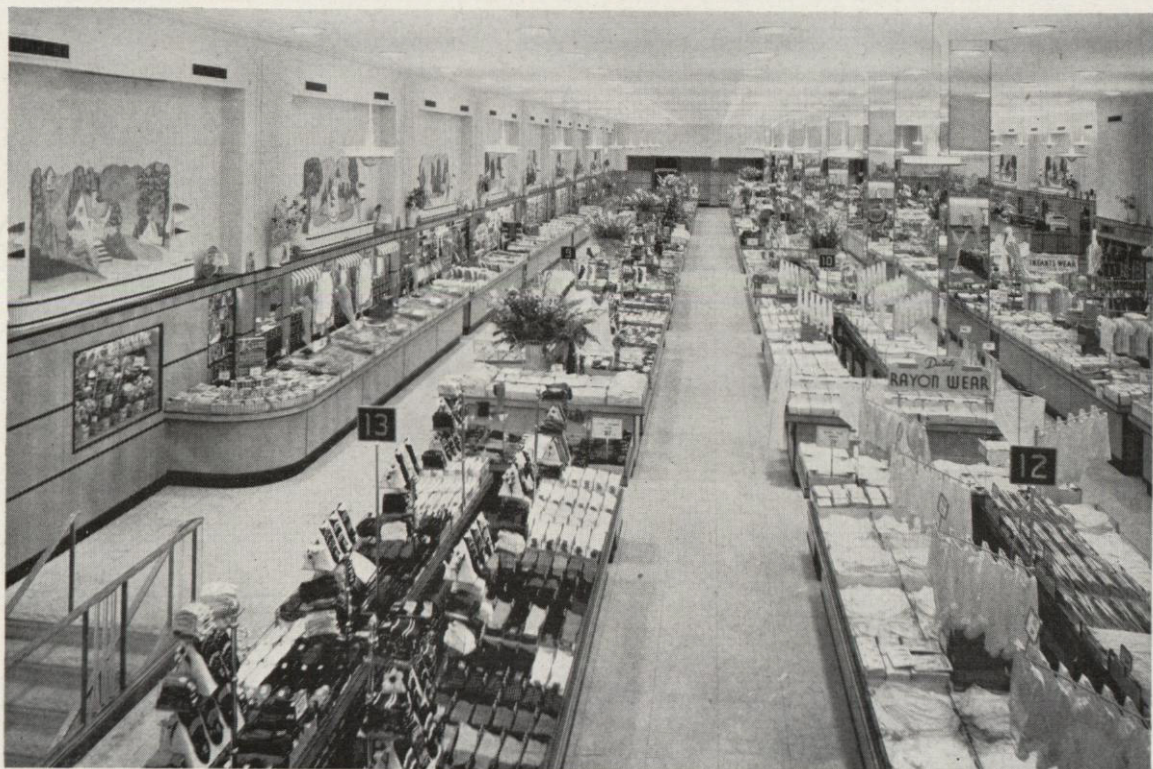
Pursuant to certain restrictions in connection with the authorization of 3½% Cumulative Convertible Preferred Stock, Capital and Earned Surplus as at December 31, 1946 in the approximate amount of \$15,400,000 is not available for dividends on Common Stock.

NOTE E—

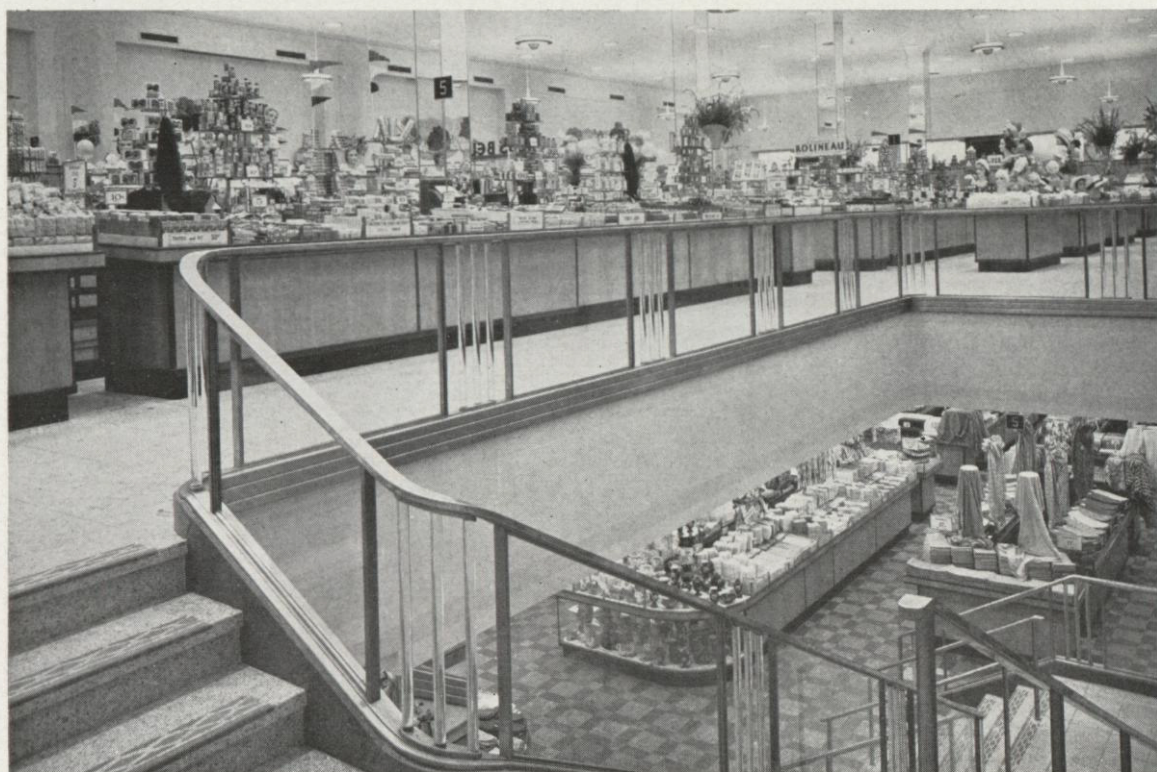
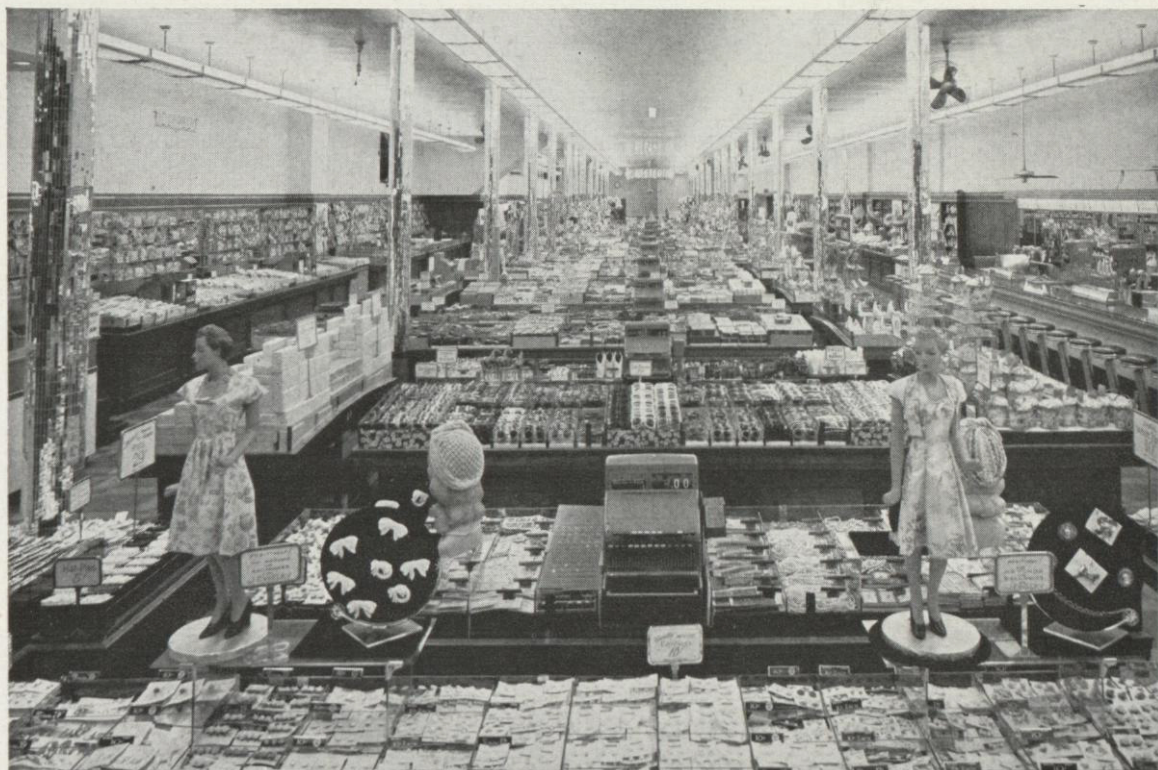
During the year 1943 the United States Treasury Department made an examination of the Federal Income and Excess Profit Tax returns for the years 1940 and 1941 and based on such examination proposed an assessment of additional taxes the basis of which, if sustained, would be applicable to the years 1942 to 1946. The Corporation disagrees with the basis of the proposed assessment, has filed a protest with respect thereto and is of the opinion that it has provided sufficient reserves to cover any additional taxes which are likely to be finally assessed.

The accompanying statements are subject to final determination of Federal taxes on income.

McCROBY STORES CORPORATION



STORE INTERIORS



McCRORY STORES CORPORATION



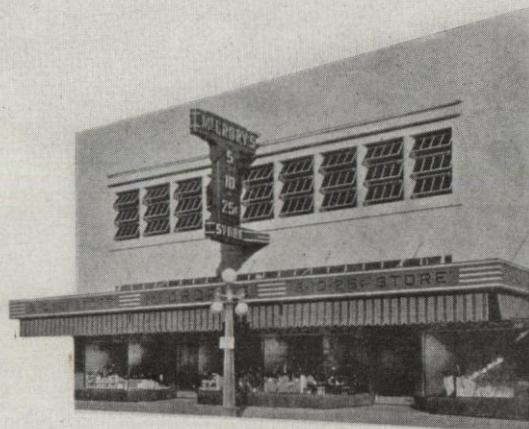
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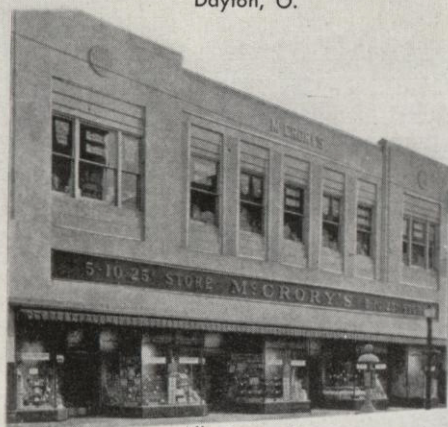
McCRORY STORES CORPORATION



Dayton, O.



Gainesville, Fla.



Allentown, Pa.



Ft. Pierce, Fla.



Miami, Fla.



Georgetown, S. C.

STORE EXTERIORS



Daytona Beach, Fla.



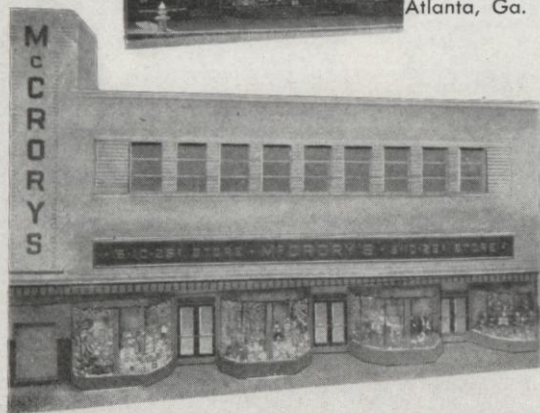
Altoona, Pa.



Orlando, Fla.



Atlanta, Ga.



Canonsburg, Pa.



Cumberland, Md.

199 McCrory Stores in 23 States†

ALABAMA (2) Eufaula Mobile	INDIANA (3) Anderson Indianapolis Terre Haute	OHIO (9) Canton Cleveland Dayton East Liverpool Hamilton Kent Springfield Steubenville Youngstown	PENNSYLVANIA (cont.) Scranton Somerset South Fork Tyrone Vandergrift Waynesboro Waynesburg Wilkes-Barre Windber York
ARKANSAS (2) Fort Smith *Jonesboro	KENTUCKY (1) Louisville	PENNSYLVANIA (59) Allentown Altoona Barnesboro Bethlehem Bradford Bristol Brookville Canonsburg Carlisle Carnegie Chambersburg Charleroi Chester Clearfield Connellsville Cresson Donora DuBois Ebensburg Emporium Franklin Greensburg Hanover Homestead Huntingdon Huntingdon Stockroom Indiana Johnstown Kane Lancaster Lebanon Lewistown Monongahela Mt. Pleasant New Brighton Patton Philadelphia 1205 Market St. Philadelphia 919 Market St. Philadelphia 38 S. 52nd St. Philipsburg Pittsburgh 105 E. Ohio St. Pittsburgh 314 Fifth Avenue Portage Pottstown Punxsutawney Reading Reynoldsville Ridgway Scottdale	SOUTH CAROLINA (8) Aiken Chester Columbia Gaffney Georgetown Greenwood Newberry Rock Hill
CONNECTICUT (1) Danbury	LOUISIANA (3) New Orleans 1626 Dryades St. New Orleans 1005 Canal St. Shreveport		TENNESSEE (4) Bristol *Kingsport Morristown Oak Ridge
DELAWARE (1) Dover	MARYLAND (8) Baltimore Cambridge Crisfield Cumberland Easton Frederick Hagerstown Salisbury		TEXAS (14) Big Spring Corpus Christi Denton Fort Worth Galveston Hillsboro McAllen Nacogdoches *Palestine San Antonio *Taylor Terrell Waco Wichita Falls
DIST. OF COL. (1) Washington	MASSACHUSETTS (2) New Bedford 1115 Acushnet Ave. New Bedford 1009 S. Water St.		VIRGINIA (7) Cape Charles Charlottesville *Front Royal Harrisonburg Pulaski Staunton Winchester
FLORIDA (37) Arcadia Bartow Bradenton Clearwater Daytona Beach 128 S. Beach St. Daytona Beach 814 Main St. Deland Fort Lauderdale Fort Myers Fort Pierce Gainesville Homestead Jacksonville Kissimmee Lake City Lakeland Leesburg Live Oak Melbourne Miami Miami Beach New Smyrna Ocala Orlando Palatka Panama City Plant City Punta Gorda Quincy Sanford Sarasota St. Augustine St. Petersburg Tallahassee Wauchula West Palm Beach Winter Haven	MISSISSIPPI (2) Jackson McComb		WEST VIRGINIA (11) Charleston Clarksburg Fairmont Grafton Huntington Mannington Martinsburg Morgantown New Martinsville Parkersburg Wheeling
	MISSOURI (1) St. Louis		
	NEW JERSEY (11) Asbury Park Atlantic City 1435 Boardwalk Atlantic City 1412 Atlantic Ave. Burlington Camden Jersey City Newark Orange Passaic Perth Amboy Rahway		
	NEW YORK (9) Brooklyn Jamaica, L. I. Johnson City Long Island City New York City New York Warehouse Niagara Falls *Syracuse West Forest Hills		
GEORGIA (7) Atlanta Bainbridge Columbus Cordele Savannah Tifton Valdosta	NORTH CAROLINA (4) Dunn Fayetteville Roanoke Rapids Tarboro		

*Stores contemplated or under construction.

†And the District of Columbia





Philadelphia, Pa.